

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF TENNESSEE  
SOUTHERN DIVISION

In re:

No. 01-17271  
Chapter 11

NORTH AMERICAN ROYALTIES, INC.  
WHELAND HOLDING COMPANY, INC.  
WHELAND MANUFACTURING COMPANY,  
INC., and WHELAND FOUNDRY, LLC.

Debtor

**ORDER APPROVING AGREEMENT TO TERMINATE CERTAIN  
NON-PENSION RETIREE BENEFITS AND TERMINATING  
CERTAIN NON-PENSION RETIREE BENEFITS**

The debtor, North American Royalties, Inc. (NAR) for itself and the other above-captioned debtors filed a motion under 11 U.S.C. §§ 363 & 1114 to authorize termination of certain non-pension retiree benefits (the motion to terminate). The motion to terminate deals with benefits for retired union or hourly employees and retired salaried employees. A number of retired salaried employees (the objectors) filed a motion to continue the hearing on NAR's motion to terminate and to appoint a committee of retired salaried employees under 11 U.S.C. § 1114(d).

In accordance with the court's memorandum opinion entered this date—

It is ORDERED that the agreement between NAR and the United Steel Workers of America to terminate, effective April 30, 2002, the non-pension retiree benefits of the retired union or hourly employees is approved;

It is FURTHER ORDERED that NAR's contracts or plans to provide non-pension retiree benefits to the retired union or hourly employees *and* to the retired salaried employees are terminated, effective April 30, 2002, as allowed by the terms of the contracts or plans.

It is FURTHER ORDERED that the objectors' motion for continuance of the hearing on NAR's motion to terminate is denied to the extent it seeks any continuance in addition to the one already granted;

It is FURTHER ORDERED that the objectors' motion for appointment of a committee under 11 U.S.C. § 1114(d) is denied; and

It is FURTHER ORDERED that this order is effective immediately and is not stayed under Rule 6004(g) of the Federal Rules of Bankruptcy Procedure.

ENTER:

BY THE COURT

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R. THOMAS STINNETT  
UNITED STATES BANKRUPTCY JUDGE